

RESOLUTION 2003-41

A RESOLUTION CONCERNING THE REQUEST OF INTERNATIONAL GAME TECHNOLOGY TO PURCHASE ACRES GAMING, INCORPORATED

The Indiana Gaming Commission (“Commission”) adopts the following resolution pursuant to the authority granted to it under IC 4-33 and pursuant to 68 IAC 1-2-6.

The following factors have been considered by the Commission:

1. International Game Technology is the parent company of each of IGT and Anchor Coin, IGT received a Temporary Supplier’s License on September 8, 1995, a Permanent Supplier’s License on January 20, 1998, and the most recent renewal of its Supplier’s License on January 20, 2003. Anchor Coin, d/b/a Anchor Games, received a Temporary Supplier’s License on November 13, 1996, a Permanent Supplier’s License on March 17, 1998, and the most recent renewal of its Supplier’s License on March 17, 2003. The Commission approved the purchase of Anchor Gaming, the parent company of Anchor Coin, by IGT on November 7, 2001 pursuant to Resolution 2001-37. Pursuant to IC 4-33-7-8(b), each of IGT and Anchor Coin shall undergo a complete investigation prior to the renewal of the license for the third year.
2. Acres Gaming, Incorporated was issued a temporary supplier’s license on September 5, 1996, and, on March 30, 2000 Acres Gaming Inc.’s temporary license was extended for an indefinite period of time.
3. International Game Technology and Acres Gaming, Incorporated executed an Agreement and Plan of Merger on June 29, 2003. International Game Technology and Acres Gaming, Incorporated are both publicly-traded corporations. Each of International Game Technology’s wholly owned subsidiaries, IGT and Anchor Coin are Indiana supplier licensees in good standing. Acres Gaming, Incorporated is a temporary Indiana supplier licensee in good standing.
4. International Game Technology requests the approval of the Commission for the purchase of 100% of the equity interests of the temporary Indiana supplier licensee Acres Gaming, Incorporated.
5. The Agreement and Plan of Merger is anticipated to close in or about the third calendar quarter of 2003.

6. Acres Gaming, Incorporated will become a wholly owned subsidiary of International Game Technology.
7. International Game Technology has represented to the Commission its management will report to the Commission concerning any licensing requirements with respect to Acres Gaming, Incorporated.
8. Due to the fact that no new key persons or substantial owners are being introduced as a result of this change in ownership, International Game Technology has requested that the Commission waive the normal transfer of ownership procedures and attendant background investigations.

NOW, THEREFORE, BE IT RESOLVED BY THE INDIANA GAMING COMMISSION, THAT THE FOLLOWING RESOLUTION IS ADOPTED:

SECTION 1. SCOPE.

This resolution applies to International Game Technology and Acres Gaming, Incorporated.

SECTION 2. DEFINITIONS.

The definitions set forth in IC 4-33-2 and 68 IAC apply to this resolution.

SECTION 3. ACTION ON REQUEST FOR WAIVER OF THE NORMAL TRANSFER OF OWNERSHIP PROCEDURES AND ATTENDANT BACKGROUND INVESTIGATIONS AND ACTION ON REQUEST FOR APPROVAL OF TRANSFER OF OWNERSHIP INTERESTS.

The Commission hereby:

GRANTS

GRANTS OR DENIES

International Game Technology's request for a waiver of the normal transfer of ownership procedures and attendant background investigations.

The Commission hereby:

GRANTS

GRANTS OR DENIES

International Game Technology's request for approval of the resulting transfer of

ownership in Acres Gaming, Incorporated to International Game Technology.

SECTION 4. EFFECTIVE DATE.

This RESOLUTION is effective immediately.

ADOPTED THIS THE 12th DAY OF SEPTEMBER 2003:

THE INDIANA GAMING COMMISSION:

Donald R. Vowels (FACSIMILE)
Donald Vowels, Chair

Thomas Milcarek (FACSIMILE)
Thomas Milcarek, Secretary